

Copy B—To Be Filed With Employee's FEDERAL Tax Return			OMB No. 1545-0008		
This information is being furnished to the Internal Revenue Service.					
a. Employee's social security number	1. Wages, tips, other compensation	2. Federal income tax withheld			
██████████	54568.13	12299.94			
b. Employer ID number (EIN)	3. Social security wages	4. Social security tax withheld			
20-3607878	59409.27	3683.37			
d. Control number	5. Medicare wages and tips	6. Medicare tax withheld			
10129-██████████	59409.27	861.43			
c. Employer's name, address, and ZIP code					
GPS Insight, LLC 7201 E. Henkel Way Suite 400 Scottsdale, AZ 85255					
e. Employee's name, address, and ZIP code					
JEREMY THACKER 20660 N 40TH ST UNIT 2142 PHOENIX, AZ 85050					
7. Social security tips	8. Allocated tips	9.			
10. Dependent care benefits	11. Nonqualified plans	12a. Code See inst. for Box 12 DD 2719.62			
13. Statutory employee	14. Other	12b. Code D 4841.14			
Retirement plan Y		12c. Code			
Third-party sick pay		12d. Code			
15. State AZ	Employer's state ID number 20-3607878	16. State wages, tips, etc. 54568.13	17. State income tax 1473.37		
18. Local wages, tips, etc.	19. Local income tax	20. Locality name			

Form W-2 Wage and Tax Statement 2016 Department of the Treasury - Internal Revenue Service

Copy 2—To Be Filed With Employee's State, City, or Local Income Tax Return			OMB No. 1545-0008		
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20-3607878	72285.40	4481.69			
d. Control number	5. Medicare wages and tips	6. Medicare tax withheld			
10129-██████████	72285.40	1048.14			
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Third-party sick pay		12d. Code			
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AZ	20-3607878	70659.22	1907.80		
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**EXHIBIT AW**

## Jason Walker

					Time	To/From	Number	Text
					12/22/2016 16:44:51 CST	Jason Walker	(480) 236-2434	I just don't see how it ever ends well if something does
					12/22/2016 16:44:17 CST	Jason Walker	(480) 236-2434	That's good to know
					12/22/2016 16:43:58 CST	Jason Walker	(480) 236-2434	Nothing happened yet
					12/22/2016 15:40:00 CST	Jason Walker	(480) 236-2434	What was interesting is that she said she can no longer say there's nothing going on with her and Jeremy. Not sure if that's just emotional or if something's actually happened
					12/22/2016 15:39:06 CST	Jason Walker	(480) 236-2434	Interesting, I got the impression he told her how he felt but also that he wanted no part of breaking up her family. Maybe I'm confused
					12/22/2016 15:09:28 CST	Jason Walker	(480) 236-2434	Sure- I walked away with him kind stating that it was game on full court press and her version was much more scaled back and that Jeremy was freaking her out a bit with how all in he was
					12/22/2016 14:27:22 CST	Jason Walker	(480) 236-2434	We'll have to chat next week. I talked to Jeremy a lot more about it just because we have a closer relationship.
					12/22/2016 14:26:18 CST	Jason Walker	(480) 236-2434	I'm a little confused actually after talking to both of them. It didn't sound the same.
					12/22/2016 14:25:00 CST	Jason Walker	(480) 236-2434	Yeah - did they both have the same story. Jeremy had a just slightly different one
					12/22/2016 14:22:37 CST	Jason Walker	(480) 236-2434	
					12/22/2016 14:22:31 CST	Jason Walker	(480) 236-2434	So Jeremy and Kristin both told me some interesting stuff, that you already know about.



# EXHIBIT AX

**From:** Jason Walker [/O=MEX09/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=4B4AAE4ACAEA485EBBC67737301C3F13-JASON.WALKER]  
**Sent:** 2/27/2017 10:25:46 PM  
**To:** GPSI Sales - Small Business [gpsi.sales.sb@gpsinsight.com]; GPSI Sales – Commercial [gpsi.sales.mid@gpsinsight.com]; GPSI Sales – Government [gpsi.sales.gov@gpsinsight.com]; GPSI Sales - Engineers [gpsi.sales.engineers@gpsinsight.com]; GPSI Account Managers [account.managers@gpsinsight.com]; GPSI Strategic Account Managers [gpsi.strategic.account.managers@gpsinsight.com]  
**CC:** Sales Operations [salesoperations@gpsinsight.com]  
**Subject:** Great Month! Just went over 4k!

Key Performance Indicators				
Category	Period	Actual	Target	Variance
All AMRR KPI	This Month vs. Last Month	\$882,124	\$649,315	35.9%
All Units KPI	This Month vs. Last Month	4,185.0	3,915.0	43.6%
Total Pipeline (All Sales Projected)	Today vs. End of Last Business Week	\$82,137,146	\$82,312,136	0.2%
New Customers (Sales Orders)	This Rolling Quarter vs. Last Rolling Quarter	116	344	66.3%
New Opportunities	This Month vs. Last Month	415	442	6.1%
Open Opportunities	This Month vs. Last Month	207	21	885.7%
Opportunities Lost	This Month vs. Last Month	155	137	13.1%
Opportunities Won	This Month vs. Last Month	244	345	29.3%

Jason Walker | VP of Sales

### GPS Insight

7201 E. Henkel Way, Suite 400 | Scottsdale, AZ 85255

866.477.4321 x8014

480.663.9480 (Direct)

[gpsinsight.com](http://gpsinsight.com)



# EXHIBIT AY

# This Month Scoreboard - Direct Sales - Rep Dashboard

C

TOTAL: 17

REP	UNITS	AMT
Jeremy Thacker	1,513	303,995.40
Joe Vidmar	240	61,588.80
Alexa Dazik-Hogan	230	67,846.20
Josh Schwartz	158	38,161.20
Evan Korn	153	42,136.20
Phil Eatman	73	19,228.20
Mark Huffman	68	18,439.20
Tasha Clark	55	13,167.00
Mike Apperson	51	10,199.40
Alex Ruiz	43	10,510.20
Steven Payne	35	9,639.00
Lisa Chyette	30	7,961.40
Eric Denmark	22	5,242.80
Lindsey Kelly	21	5,111.40
Mike Johannes	17	3,793.80
David Press	9	2,142.60
David Pope	5	1,387.10
Total	2,731	620,549.90

# EXHIBIT AZ

			<p>completely giving and selfless and I know he's not doing it for the wrong reasons.</p> <p>I didn't plan any of this and just want everyone to be happy and not let anyone down. Impossible, but a girl can dream...</p>	
236	Kristin Lisson	Jan 10, 2017 03:29 PM		And something drew me to those books and you were the first person I thought of knowing they helped me when my parents were split. I am so happy your kids have a great set of parents and situation and hope they just enjoy them vs escaping to them...
237	Kristin Lisson	Jan 10, 2017 03:30 PM		Just left to pick up Sarah and driving so I'll read shortly when I can. ðŸ™
238	Kristin Lisson	Jan 10, 2017 03:34 PM		One quick thing and I'm not trying to be a dick but please be very careful with that. Pretty sure that's herpes he's constantly got going on lip-wise and he's no stranger to strippers
239	Kristin Lisson	Jan 10, 2017 03:42 PM		Now that I read you write that about him (all of which I appreciate about him for you), I feel bad sending that text. But I'm being a realist and am worried for you if you're not paying attention to that.
240	Kristin Lisson	Jan 10, 2017 03:43 PM		Ttyl and glad to get some nice long texts from you again! Got excited when I looked quickly and saw the word Sundance ... ðŸ™,
241	Kristin Lisson	Jan 10, 2017 03:43 PM		And one last thing my lifestyle could use you



# EXHIBIT BA

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**From:** Jason Walker [/O=MEX05/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=JASON.WALKERE23]  
**Sent:** 8/31/2016 6:30:08 PM  
**To:** Jeremy Thacker [jeremy.thacker@gpsinsight.com]  
**CC:** Elliot Batcheller [elliottb@gpsinsight.com]; Mike MacComiskey [mike.macomiskey@gpsinsight.com]; Brent Eynon [brent.eynon@gpsinsight.com]; Harold Leitner [harold.leitner@gpsinsight.com]; Installs [installs@gpsinsight.com]  
**Subject:** Re: Pilot Agreement & Contract

Great job on this Jeremy! Thanks for pushing us to respond.

Sent from my iPhone

On Aug 31, 2016, at 11:22 AM, Jeremy Thacker <[jeremy.thacker@gpsinsight.com](mailto:jeremy.thacker@gpsinsight.com)> wrote:

Yeah, baby! We got LCRA. Thanks to everyone for all of your hard work on this deal.

Harry,

I'm not sure how familiar you are with this deal. In its entirety, it is a little over 1,500 units. We are starting off with a 40 unit pilot for proof of concept. The pilot will not involve any other GPS providers. I'd like to have the SAM be involved from the start of this pilot if that is OK with you. If you could let me know what you're thinking about who that will be. We can schedule a meeting to discuss the details.

Jeremy Thacker  
Government Sales Manager - Southwest  
Direct: 480.663.9472

----- Forwarded message -----

From: "**Sherry Beyer-Beeson**" <[Sherry.Beyer-Beeson@LCRA.ORG](mailto:Sherry.Beyer-Beeson@LCRA.ORG)>  
Date: Wed, Aug 31, 2016 at 11:42 AM -0600  
Subject: Pilot Agreement & Contract  
To: "Jeremy Thacker" <[jeremy.thacker@gpsinsight.com](mailto:jeremy.thacker@gpsinsight.com)>

Jeremy-

We received approval to move forward with the pilot program. We still have an installation quote and asset list request in flux, but we should be able to move forward with the pilot agreement and the contract documents for the non-pilot engagement. We will owe you a list of the actual assets (40) that we will want to include and Miguel is working on this list (the asset list with hardware will be helpful for this as well). I would like to work on both the pilot and non-pilot contract documents in tandem so we have a contract vehicle ready (barring any changes we find from the pilot assessment and minor updates) once the pilot phase is over. We were not sure if the solution was definitely going to be SaaS so we included our Services Contract in our RFP, but your SaaS agreement should be the primary document that LCRA redlines versus working off the LCRA document. I can incorporate your notes that you provided on the Services Contract for our Legal review. We will want to include our SOW, pricing table and change order form as exhibits and this is more for the final contract. I will have to review the version of the pilot agreement that you send to determine what we need as part of the agreement. You

sent me a sample, but I would prefer to review the actual document. LCRA Legal will want to provide their review for both documents. Will you send me the contract documents, in Word format?

I know the next question from my team will be, how soon can we get started with the pilot once we sign the pilot agreement? Any ideas how the schedule typically proceeds from there (kickoff meeting then....).

The team is looking forward to working with GPS Insight.

Best Regards,  
Sherry

**Sherry Beyer-Beeson, CCMP**

Sr. Category Manager

LCRA Supply Chain

512-578-3293

512-473-4094 (fax)

[sherry.beyer-beeson@lcra.org](mailto:sherry.beyer-beeson@lcra.org)

***Enhancing the Lives of Texans***

# EXHIBIT BB

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**From:** Jeremy Thacker [/O=MEX09/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=542E77FA7EEA4951ADBE7E2C97E2FD54-JEREMY.THACKER]  
**Sent:** 11/6/2016 6:43:53 AM  
**To:** Robert Donat [rdonat@gpsinsight.com]  
**Subject:** Re: Edmond Dantes - 5th of November

Yes! I will certainly not forget.

Jeremy Thacker  
Government Sales Manager - SW  
GPS Insight

Direct: (480) 663-9472

On Sat, Nov 5, 2016 at 11:42 PM -0700, "Robert Donat" <[rdonat@gpsinsight.com](mailto:rdonat@gpsinsight.com)> wrote:

Remind me to tell you a fucked up Robert Donat story.

Sent from my iPhone

On Nov 5, 2016, at 10:01 PM, Jeremy Thacker <[jeremy.thacker@gpsinsight.com](mailto:jeremy.thacker@gpsinsight.com)> wrote:

Fun facts! This needs to be added to the New Employee Indoctri....I mean Onboarding ;)

Jeremy Thacker  
Government Sales Manager - SW  
GPS Insight

Direct: (480) 663-9472

On Sat, Nov 5, 2016 at 9:54 PM -0700, "Robert Donat" <[rdonat@gpsinsight.com](mailto:rdonat@gpsinsight.com)> wrote:

Monsieur Donat pronounced it "Doh-nay." An excellent actor and swordsman.

Sent from my iPhone

On Nov 5, 2016, at 9:35 PM, Jeremy Thacker <[jeremy.thacker@gpsinsight.com](mailto:jeremy.thacker@gpsinsight.com)> wrote:

Robert Dennis and I are watching V for Vendetta on the 5th of November when Robert noticed something peculiar. V is watching his favorite movie, The Count of Monte Cristo, and talks about the actor who played Edmond Dantes, no other than..... Robert Donat.

Does that play a role in the selection of your name?

<Screenshot\_20161105-213022.png>



# EXHIBIT BC

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**From:** Jason Walker [/O=MEX09/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=4B4AAE4ACAEA485EBBC67737301C3F13-JASON.WALKER]  
**Sent:** 11/28/2016 5:51:01 PM  
**To:** Jeremy Thacker [jeremy.thacker@gpsinsight.com]  
**Subject:** Re: GPS Insight and Container Freight / EIT, LLC - Sales Order - Estimate #15509 between GPS Insight and Patrick McGurk is Signed and Filed!

Nice job Jeremy- for more reasons than should be necessary!

Sent from my iPhone

On Nov 28, 2016, at 10:06 AM, Jeremy Thacker <jeremy.thacker@gpsinsight.com> wrote:

Container Freight just signed. Guess we need to order some tablets sans Magellan and get this train a moving.

**Jeremy Thacker | Government Sales Manager - Southwest**

**GPS Insight**

7201 E. Henkel Way, Suite 400 | Scottsdale, AZ 85255

480.663.9472

gpsinsight.com

<image001.png>

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**From:** Adobe Sign [mailto:echosign@echosign.com]

**Sent:** Monday, November 28, 2016 10:02 AM

**To:** Patrick McGurk <pmcgurk@cfreighteit.com>; Jeremy Thacker <jeremy.thacker@gpsinsight.com>

**Subject:** GPS Insight and Container Freight / EIT, LLC - Sales Order - Estimate #15509 between GPS Insight and Patrick McGurk is Signed and Filed!



POWERED BY  
Adobe Sign

# GPS Insight and Container Freight / EIT, LLC - Sales Order - Estimate #15509 between GPS Insight and Patrick McGurk is Signed and Filed!

To: Patrick McGurk and Jeremy Thacker

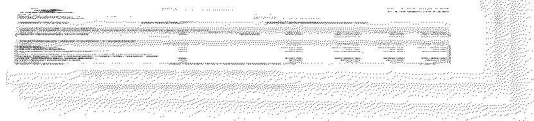
Attached is a final copy of GPS Insight and Container Freight / EIT, LLC - Sales Order - Estimate #15509.

Copies have been automatically sent to all parties to the agreement.

You can view [the document](#) in your Adobe Sign account.

## Why use Adobe Sign:

- <!--[if !supportLists]--><!--[endif]-->Exchange, Sign, and File Any Document. In Seconds!
- <!--[if !supportLists]--><!--[endif]-->Set-up Reminders. Instantly Share Copies with Others.
- <!--[if !supportLists]--><!--[endif]-->See All of Your Documents, Anytime, Anywhere.



To ensure that you continue receiving our emails, please add [echosign@echosign.com](mailto:echosign@echosign.com) to your address book or safe list.

<GPS Insight and Container Freight \_ EIT, LLC - Sales Order - Estimate #15509 (part 1) - signed.pdf>

<GPS Insight and Container Freight \_ EIT, LLC - Sales Order - Estimate #15509 (part 2) - signed.pdf>

# EXHIBIT BD

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**From:** Jeremy Thacker [/O=MEX09/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=542E77FA7EEA4951ADBE7E2C97E2FD54-JEREMY.THACKER]  
**Sent:** 12/16/2016 6:22:52 AM  
**To:** Robert Donat [rdonat@gpsinsight.com]  
**Subject:** Thanks for the ride.

Thanks for the flight simulation ride this afternoon. Super cool technology and impressive skills of the pilot as well.

Jeremy Thacker

**EXHIBIT BE**



3/6/17, 7:51 PM from Rob Donat

I need to let you know two things about what was stated today regarding you. I'm sorry for the likely unwanted intrusion.

1: Jeremy stated to Jason that I sent you the recorded phone call which I did not. I'm not sure why he would lie about this and it is strange.

2. He told Jason you shared my text regarding it with him. Whether you did or not, I want you to know that was divulged by Jeremy.

FYI the texts were sent before I learned Friday how badly he hurt his employment likelihood with Jason Thursday afternoon. I did not know anything about it when I sent that to you mostly for your information regarding our conversation.

Once Jason and Tyler heard it it was the final straw they decided, and I agreed.

I would appreciate your keeping this text between us, specifically Jason who rightfully suggested I not text you regarding this manner.

I hope you are ok. Life will go on.

Rob

3/6/17, 7:52 PM from Rob Donat

Matter. Autocorrect

3/6/17, 10:35 PM to Rob Donat

Thanks. I did not share any texts with Jeremy.

3/6/17, 10:56 PM from Rob Donat

Why I'm letting you know what was said. He nuked his email and PC. Documenting, and recovering them now. Fizzle of glory.

3/6/17, 10:57 PM from Rob Donat

Change your phone pin

# EXHIBIT BF

Mar 8, 2017, 11:56:27 PM Eastern Time: Me: You know better. I'm sorry you're hurt and you think I've wronged you. I have no intentions of hurting you even though I'm in a position to do so. I don't want to win while someone else loses. Even if I've got every right to hurt them. I'm just sad for everyone.

Mar 8, 2017, 11:57:07 PM Eastern Time: Rob Donat: Please check on Kristin-- only reason I called you. She's in bad shape.

Mar 8, 2017, 11:57:24 PM Eastern Time: Rob Donat: I'm very worried.

Mar 8, 2017, 11:58:05 PM Eastern Time: Rob Donat: Not sure who you thought you were texting but either way please check on her.

Mar 8, 2017, 11:58:37 PM Eastern Time: Rob Donat: I'm in FL and don't want to call Jesse or the police so I called you and Lance

Mar 8, 2017, 11:58:48 PM Eastern Time: Me: I will

Mar 8, 2017, 11:59:06 PM Eastern Time: Me: She is OK.

Mar 8, 2017, 11:59:21 PM Eastern Time: Rob Donat: If you say so.

Mar 8, 2017, 11:59:45 PM Eastern Time: Me: She's just a mess and ashamed.

Mar 8, 2017, 11:59:51 PM Eastern Time: Rob Donat: Only person you have the ability to hurt is her and her career/life/

Mar 9, 2017, 12:01:15 AM Eastern Time: Me: I'm not being short or condescending. I'd never harm her. Ever. I'd take a bullet for her and already have. I've never said a discouraging word to her. I mean it.

Mar 9, 2017, 12:03:14 AM Eastern Time: Rob Donat: Clearly you've helped her situation in the past 3 months. I'm done -- no interest in discussing this with you personally. I just needed to know she was ok. Thank you and I appreciate it.

Mar 9, 2017, 12:06:41 AM Eastern Time: Me: Why don't you ask her and then listen and let her talk? She wants you be honest with you but doesn't think she can. If you love her, listen to her completely. I'm sorry you feel the way you do.

Mar 9, 2017, 12:13:41 AM Eastern Time: Rob Donat: What the hell are you talking about? She was wasted or incoherent and sobbing and stopped talking/breathing. I'm not calling to chat. I'm calling to help her regain her credibility to Jason Tyler and Elliot. Give her some X I'm sure it will help.

Mar 9, 2017, 12:14:51 AM Eastern Time: Rob Donat: That was facetious. To be clear, don't. Stop ruining her life and career and family.

Mar 9, 2017, 12:19:45 AM Eastern Time: Rob Donat: "You know better. I'm sorry you're hurt and you think I've wronged you. I have no intentions of hurting you even though I'm in a position to do so. I don't want to win while someone else loses. Even if I've got every right to hurt them. I'm just sad for everyone."

Mar 9, 2017, 12:37:00 AM Eastern Time: Rob Donat: Jeremy, what are you even talking about? I know better what? Why don't you just come out and say what you're not saying? No one understands but you, Jeremy. And no one cares. There are 20 non negotiable iron-clad reasons we finally after 3 years pulled your plug before it got worse and worse and worse. And we are looking for/finding/documenting more. Just go out and work your magic for some other company and succeed like you clearly can. I like reasonably good, kind, (non-creepy-girlfriend-phone-hacking) positive people who aren't total Seawards so we needed to part ways. Jason and Tyler more than me. They agreed before I brought them the recording you were so considerate to make. I didn't even know how on the bubble you were after the meeting Thursday. I love the money you bring in. But not the constant bitching about you I hear and morale issues. Money isn't worth it. Sorry. It's done. Move on.

Good luck with the suit. I suggest you keep your money as I will defend it trivially, using LCRA residuals. Nothing we have let you go over is a protected category. Stop being a baby and just go out and get a job. I'm sure this wasn't your first. I got fired once and it was transformative. I hope it is for you. Don't reply I'm done. Sticking you on block since lawyers insist everything go through them. Since you aren't iOS you won't know I'm not receiving your texts. Good night and thank you for checking on KL. She's a different person in 2017 and I'm worried, that's all. Worried about others this and last year as well.

Mar 9, 2017, 12:54:04 AM Eastern Time: Rob Donat: Screw it I unblocked you. I hate lawyers. I had to fix typos in their agreement anyway. Feel free to respond as long as you realize I'm not interested in getting into an escalating flame war. I'm at the happiest place on earth. And by the way it's a sneaking suspicion not a sneaky suspicion. And Toodles? Really...

Labels: Text, Inbox

# EXHIBIT BG

1/25/17, 4:11 PM to Jason Walker

Liked "Yes - Phil Tyler and I will all be there"

2/13/17, 4:55 PM to Jason Walker

I'll explain tomorrow, but can you tell me if you know of anything I should be aware of in terms of my professional relationships at work being jeopardy? I got a very confusing and upsetting message just now, and I'm trying to reconcile what it could be about without overreacting.

2/13/17, 4:55 PM to Jason Walker

\*being in jeopardy

2/13/17, 4:59 PM from Jason Walker

Not that I am aware of but I seem to know very little about what is going on. I honestly can't answer that question. I can't imagine that would be the case.

2/13/17, 5:00 PM to Jason Walker

Ok thank you. I will sit on it for tonight and hope for the best.

2/13/17, 5:01 PM from Jason Walker

Can you share with me? I honestly have no idea what you are talking about.

2/13/17, 5:24 PM to Jason Walker

Honestly, if it's not you, Tyler, Phil, Danielle, or James, then I'm not going to take it to heart. Just wanted to make sure I wasn't missing something big for now that I couldn't immediately try to correct. I'm about as confused as you are. I'll talk to you tomorrow.

2/13/17, 6:39 PM from Jason Walker

Ok... we can chat then. I honestly have no clue.

3/9/17, 9:40 AM from Jason Walker

Kristin- I just want you to know that I have zero judgement on your email from early this morning. As your manager and more importantly your friend I will be here to support you any way possible. Please take today and tomorrow to just try and rest, etc. and if you need anything let me know. No need to respond, I just wanted you to know that you have my support just as you have had it in the past.



# EXHIBIT BH

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## Robert Dennis - Resignation

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Robert Donat <rdonat@gpsinsight.com>

Fri, Aug 4, 2017 at 6:31 PM

To: Robert Dennis <robert.v.dennis@gmail.com>

Robert,

You may have misunderstood my message.

I wanted you to know that by having obvious lunches with Kristin and Jeremy immediately subsequent to large meetings and by having employees bring it to our attention as well as hear Kristin's voice on the phone while you were talking to her in the office, you weren't doing yourself any favors with your fellow employees/managers. It made it hard for them to trust you. I wanted you to continue to benefit by and for GPSI. I never said it was actually better to look than be innocent. Perhaps I said it may be in your case since you looked to be anxious to feed them information and whether you were or not, the perception meant in their minds that you were.

I am fairly certain you may have literally no idea what actually caused their downfall and it's not really my place to let you know. If it's not 100% clear and unambiguous to you, then you don't know what has been going on.

Look Kristin and Jeremy in the eye and ask them for the complete truth about what actually happened both before and after Jeremy was fired by Jason for cause and gauge carefully whether you think they're giving it to you. I'm pretty sure they aren't. Maybe I'm wrong. I don't think so though. Jason, Tyler, Elliot, Kristin, Jeremy, and our lawyers (and I...) have the full facts. I think you're working off of Cliff's Notes written by Mr. Thacker.

I've worked incredibly hard the past 40 years of my life getting to where I'm at. I have no issue whatsoever buying toys at this point in my life (just like Jeremy had no issue buying them ILLEGALLY with the company credit card). It's my business "gambling winnings," not former employees'. If I want to buy a boat and a third plane and a fifth residence, guess what, it's my prerogative. I grew up in vastly worse economic conditions than probably every employee did. The last time I saw my abusive and unsupportive Dad was when I was 6. I'm not sorry for myself. It was a blessing. I built everything I've got and I try to ensure employees do better and make more money than they would elsewhere. I'm sure you feel I exploit them. Jeremy certainly did. One big sale is built on the shoulders of years of hundreds of employees' and my past work spanning 13 years. Which I funded at a loss and considerable risk for years. Do I enjoy myself now in life having been in debt for decades and finally making this thing work to the benefit of all our customers and employees? You betcha.

Was there anything illegal about firing Jeremy? No. Immoral? No. He stopped working. Period. And was toxic. And a Dick (Jason's words but mine as well). And it's an at-will work state. And he turned down a generous severance package because he's an idiot. Then nuked as much as he could electronically. And was paid everything he was owed minus what he stole.

Was there anything illegal about letting Kristin go? No. Immoral? No. Am I happy about what happened? Not at all. More than meets the eye? Yep. I was actually fighting to keep the others from firing her. If it was illegal I would be in jail.

That's what eventually happens to people who do illegal things. Like steal. Jail. The ultimate mini home.

I truly wish you well, Robert. Both in life and in your career. I hope your new job is less of a downward slide than the others.

The emperor wears no clothes is not advice as you stated. It's an adage.

Many don't understand where that saying comes from or what it means. I do. I am very aware of myself and what people think of me. I welcome dialogue. I live my life openly and am happy to hear others' concerns, criticism, and comments (typically upper managers, but also Al Dababneh and others willing to dare). If I'm not wearing any clothes in your eyes, it's just because you weren't willing or brave enough to tell me as such. Or because you've let others make up your mind for you. Why don't you (or better yet ask your girlfriend to) differ in opinion with Jeremy about something important to him? See how he reacts. Typically a barrage of unkind and bullying arguments and an unwillingness to even consider the possibility that he is wrong. Or that you may have an opinion which differs with him. That's an emperor who forcibly tells you he has clothes on. But he doesn't.

You're a nice guy, and were a valued and talented employee.

I'll give you another piece of solid advice which made me a lot of money in the few years after I quit my last job and the boss I didn't care for but was respectful to when leaving hired me at his next job. (I know that's a long sentence). Money I poured into a then-money-losing and perilously close to bankruptcy GPS Insight.

Don't burn bridges. Bad idea. Trust me.

This email is between us. I hope you have the individuality to keep it that way.

I hoped for a tie in this one. Mostly for your sake. First and only time they will win.

Thanks again for your good work the past couple years.

Good luck,

Rob

Sent from my iPhone (I'm sure there is a typo or a misspelling. This was a pain in the ass to type while I sat waiting for an event on an iPhone...)

On Aug 4, 2017, at 11:32 AM, Robert Dennis <robert.v.dennis@gmail.com> wrote:

With a heavy heart and after much consternation during my time away from GPS Insight, I have realized that I can no longer continue my tenure of employment with the company. It's a difficult decision as I have grown close to many people in the organization and I truly value the opportunity I was given to help the company grow. I've weighed this with every ounce I'm able to and ultimately, I do not want my career to be measured by my perceived loyalties or my continued friendships with past employees. For this it's for the best for us to part ways. Please consider this my two-weeks' notice.

To provide you with some context on how I came to this decision please consider the following *advice* that Rob recently gave me: "It's not good enough to just be innocent. You have to look innocent. And sometimes it's better to look innocent than to be innocent." And it's this that I have the most trouble in morally reconciling. There will always be a cloud of doubt over me. I will never fully *look* innocent at GPS Insight, especially when I do not agree with, and have voiced my opinion on, how things were ultimately handled with regard to Kristin and Jeremy. This is not my attempt to defend them. This is simply my explanation of why I have come to this decision. I cannot morally bring myself to believe that appearances are more important than the truth.

Since Jeremy and Kristin were terminated, there has been tremendous effort among the leadership of the company to justify their illegal termination, despite their previous contributions continuing to pay dividends to the current bottom line. It's difficult to learn about the many new toys acquired from their previous efforts, especially when contrasted against the supposed nickel and dimes of wasted printer paper. It's very difficult to watch history being revised, often through poor attempts at humor, or disparaging remarks, to ease each other's conscience and continue to self-preserve. It's even more difficult to hear the justification that it was a *business decision* when there are much easier *business decisions* to make about more obvious sub-standard employees. But since those employees are perceived to be loyal, they'll get a pass. Since those employees don't push for change, they'll get a pass. I simply cannot be a part of that culture any longer.

As I was imparted with some advice about appearances, allow me to provide my own: The emperor has no clothes.

- Robert Dennis -

# EXHIBIT BI

3/6/17, 11:40 PM from Rob Donat

Have you heard the call?

3/6/17, 11:41 PM from Rob Donat

He's a sociopath. I upgraded him today.

3/6/17, 11:41 PM to Rob Donat

No, I haven't heard the call.

3/6/17, 11:41 PM from Rob Donat

I'm sorry but I care for you and want you to know you can trust me on this.

3/6/17, 11:42 PM from Rob Donat

He told us today you had. And I sent it to you.

3/6/17, 11:42 PM from Rob Donat

And you showed him my texts.

3/6/17, 11:42 PM from Rob Donat

Run.

3/6/17, 11:42 PM from Rob Donat

Forget me nows now

# EXHIBIT BJ

3/7/17, 12:12 AM from Rob Donat

Jason said something which makes me think Jeremy has access on another device. (Hey Jeremy you're a creepy unemployed loser if you're listening)

3/7/17, 12:13 AM to Rob Donat

Ok I will. I need to go to bed...or try to sleep.

3/7/17, 12:13 AM to Rob Donat

Oh....

3/7/17, 12:13 AM to Rob Donat

I do have another phone that the kids use.

3/7/17, 12:13 AM from Rob Donat

Good luck. Overpriced Disney beers have been keeping me calm all weekend long.

3/7/17, 12:14 AM from Rob Donat

iMessage is very dangerous.

3/7/17, 12:14 AM from Rob Donat

In the wrong hands.

3/7/17, 12:14 AM from Rob Donat

Locked or no?!?

**EXHIBIT BK**





3/2/17, 10:25 AM from Rob Donat

5?

3/2/17, 11:51 AM to Rob Donat

5 ☐☐

3/2/17, 11:52 AM from Rob Donat

I hate to break it to you but I took 10 minutes, went back 1 day and have confirmed my opinion of Jeremy as a person. He hides how much of a complete arrogant condescending and unkind piece of shit (in my humble opinion) he is very well, but he was nice enough to record it for me to listen to. And he wasted an hour of work time doing nothing but trying to ruin people's jobs, berate and belittle them. All for a few dollars. Trying to get a hotel room here for tomorrow night.

3/2/17, 11:53 AM from Rob Donat

You suggested I look at call records.

# EXHIBIT BL

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## "Resignation"

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Robert Donat <rdonat@gpsinsight.com>

Mon, Aug 21, 2017 at 6:51 AM

To: "robert.v.dennis@gmail.com" <robert.v.dennis@gmail.com>

Cc: Wayne Holder <wayne.holder@gpsinsight.com>, Ryan Driscoll <ryan.driscoll@gpsinsight.com>, James Collins

<James.Collins@blackboard.com>, "nicole.merrett@blackboard.com" <nicole.merrett@blackboard.com>, "jennifer.holm@blackboard.com" <jennifer.holm@blackboard.com>

>>>> From Robert Dennis Friday evening:

**From:** Robert Dennis <robert.v.dennis@gmail.com>

**Date:** August 18, 2017 at 6:17:55 PM MST

**To:** Wayne Holder <wayne.holder@gpsinsight.com>

**Subject:** Re: A Couple Small Requests

Hi Wayne,

As is the customary courtesy, I put in my two weeks' notice on Friday, August 4th. It was my understanding that at that point in time, I was still employed by the company. However, I was asked not to return after sending my letter of resignation. I'm fully aware that GPS Insight is under no obligation to pay me for the two weeks I was willing to work. And it's clear that despite my good faith effort to transition my responsibilities, even in light of my personal disagreements with leadership, the courtesy will not be returned in the form of compensation for that time or for unused vacation. Considering how volatile the situation got and the lack of proper communication to you, it's pretty clear I shouldn't expect the company to "do the right thing," so to speak. Regardless, it was my understanding that my date of separation was August 4th, not July 31st. I will forward you the time-stamped email momentarily that indicates this. Please note that there was an accidental personal charge on the company credit card in March that I had overlooked repaying in the amount of \$18.24 for Uber Eats. Please withhold that amount plus whatever necessary interest from any final compensation disbursement. I don't want to be in Rob's debt by any stretch of the measure.

On a personal note, Wayne, I'm very sorry it came to this. I really enjoyed working with you (mostly because I enjoyed beating you in fantasy baseball hahaha) and Justin, and the rest of your team. I wish egos never got in the way of the good thing we all had for a while. Take care.

<<<<<

**Our reply:**

Robert –

You stated to Wayne that you gave us the customary courtesy of 2 weeks' notice on Friday 8/4 and as such we should "do the right thing" and pay an additional 4 PTO days beyond those we already did in your 7/31 check.

You asked us on very short notice for over a week and a half's vacation beginning 7/27 to "go to Puerto Rico" immediately after our biggest event of the year (the virtual user conference), leaving everyone in your group to do the significant follow-up which was your responsibility.

Then, you gave us notice with the attached resignation letter, received at 11:33 AM on 8/4.

In it, you twisted my words and cited an inaccurate and biased understanding of your friends' justifiable (and perfectly legal) termination (leading to the ongoing prosecution of one of them for felony theft), and attempted to disparage me personally. You criticized our culture as well, which, as you know, has won us the number 2, 3, and 2 spot in the Phoenix Business Journal's Best Places to Work for the past 3 years.

You were quite clearly goading us to decline your offer to continue work for 2 weeks which you were "willing [but unable] to work." Your "good faith effort to transition my responsibilities" was not actually in good faith.